

Dennis F. Dunne
Evan R. Fleck
Dennis C. O'Donnell
MILBANK, TWEED, HADLEY & McCLOY LLP
1 Chase Manhattan Plaza
New York, New York 10005
Telephone: (212) 530-5000

Counsel for Official Committee of Unsecured
Creditors of Lehman Brothers Holdings Inc., et al.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11 Case No.
	:	
LEHMAN BROTHERS HOLDINGS INC., <u>et al.</u> ,	:	08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**JOINDER OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS IN
DEBTORS' RESPONSE TO SUNCAL DEBTORS' MOTION AND
MEMORANDUM OF LAW PURSUANT TO FED R. BANKR P. 8005 FOR STAY
PENDING APPEAL OF ORDER APPROVING DEBTORS' MOTION
PURSUANT TO BANKRUPTCY RULE 9019 FOR AUTHORITY TO
COMPROMISE CONTROVERSY IN CONNECTION WITH A REPURCHASE
TRANSACTION WITH FENWAY CAPITAL, LLC AND A COMMERCIAL
PAPER PROGRAM WITH FENWAY FUNDING, LLC AND FOR STAY
PENDING APPEAL OF ORDER DENYING MOTION OF THE SUNCAL
DEBTORS FOR AN ORDER DETERMINING THAT THE AUTOMATIC STAY
DOES NOT APPLY; OR, IN THE ALTERNATIVE, GRANTING
RELIEF FROM STAY AND NOTICE OF APPEAL**

The Official Committee of Unsecured Creditors (the "Committee") of
Lehman Brothers Holdings Inc. and its affiliated chapter 11 debtors and debtors in
possession (collectively, the "Debtors") hereby joins in the Debtors' response, filed on
June 4, 2010 (the "Response") [Docket No. 9428], to the motion and memorandum of
law [Docket Nos. 9327 and 9329] of the SunCal Debtors' (as defined in the Response)

pursuant to Rule 8005 of the Federal Rules of Bankruptcy Procedure (“Bankruptcy Rules”) for a stay pending the appeal of the Court’s May 13, 2010 order approving the Debtors’ motion pursuant to Bankruptcy Rule 9019 for authority to compromise controversy in connection with a repurchase transaction with Fenway Capital, LLC and a commercial paper program with Fenway Funding, LLC; and for a stay pending the appeal of the Court’s May 17, 2010 order denying the motion of the SunCal Debtors for an order determining that the automatic stay does not apply, or, in the alternative, granting relief from the stay and notice of appeal filed on May 28, 2010 (collectively, the “Stay Motion”). In support thereof, the Committee respectfully states as follows:

JOINDER

1. The Committee joins in the Response for the reasons set forth therein.

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WHEREFORE, the Committee respectfully requests that the Court
(i) deny the Stay Motion, (ii) grant the relief requested in the Response, and (iii) grant the
Committee such other relief as is just.

Dated: New York, New York
June 5, 2010

MILBANK, TWEED, HADLEY & M^cCLOY LLP

By: /s/ Dennis F. Dunne
Dennis F. Dunne
Evan R. Fleck
Dennis C. O'Donnell
1 Chase Manhattan Plaza
New York, New York 10005
Telephone: (212) 530-5000

Counsel for Official Committee of Unsecured
Creditors of Lehman Brothers Holdings Inc., et al.